


**RECORDATION FORM COVER SHEET
TRADEMARKS ONLY**

To the director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

<p>1. Name of conveying party(ies)/Execution Date(s): Pro-Build Holdings, Inc.</p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation-State <input type="checkbox"/> Other: Citizenship (see guidelines) <u>Delaware</u> Execution Date(s) <u>12/20/07</u> Additional names of conveying parties attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p>2. Name and address of receiving party(ies) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>Additional names, addresses, or citizenship attached?</p> <p>Name: <u>ProBuild Holdings, Inc.</u></p> <p>Internal Address: _____</p> <p>Street Address: <u>7595 Technology Way, Suite 500</u></p> <p>City: <u>Denver</u></p> <p>State: <u>Colorado</u></p> <p>Country: <u>USA</u> Zip: <u>80237</u></p> <p><input type="checkbox"/> Association Citizenship _____ <input type="checkbox"/> General Partnership Citizenship _____ <input type="checkbox"/> Limited Partnership Citizenship _____ <input checked="" type="checkbox"/> Corporation Citizenship <u>Delaware</u> <input type="checkbox"/> Other <input type="checkbox"/> Citizenship</p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached. <input type="checkbox"/> Yes <input type="checkbox"/> No (Designations must be a separate document from assignment)</p>
<p>3. Nature of conveyance:</p> <p><input type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input checked="" type="checkbox"/> Change of Name <input type="checkbox"/> Other _____</p>	
<p>4. Application number(s) or registration number(s) and identification or description of the Trademark.</p> <p>A. Trademark Application No.(s) <u>77016122 - 77016131 - 77016137 - 77016132</u></p> <p>B. Trademark Registration No.(s) <u>1262713</u></p> <p style="text-align: right;">Additional sheet(s) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	
<p>C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown)</p>	
<p>5. Name address of party to whom correspondence concerning document should be mailed:</p> <p>Name: <u>Susan O'Brien</u></p> <p>Internal Address: <u>UCC Direct Services</u></p> <p>Street Address: <u>187 Wolf Road - Suite 101</u></p> <p>City: <u>Albany</u></p> <p>State: <u>NY</u> Zip: <u>12205</u></p> <p>Phone Number: <u>800-342-3676 X4065</u></p> <p>Fax Number: _____</p> <p>Email Address: <u>susan.obrien@wolterskluwer.com</u></p>	<p>6. Total number of applications and registrations involved: <u>5</u></p> <p>7. Total fee (\$7 CFR 2.6(b)(6) & 3.41) \$140.00 <input checked="" type="checkbox"/> Authorized to be charged by credit card <input type="checkbox"/> Authorized to be charged to deposit account <input type="checkbox"/> Enclosed</p> <p>8. Payment Information:</p> <p>a. Credit Card Last 4 Numbers <u>5683</u> Expiration Date <u>11/09</u></p> <p>b. Deposit Account Number _____ Authorized User Name: _____</p>
<p>9. Signature: <u></u> _____ Signature Date</p> <p style="text-align: center;"><u>Susan O'Brien</u> Name of Person Signing</p> <p style="text-align: right;">Total number of pages including cover sheet, attachments, and document. <u>5</u></p>	

Delaware

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The First State

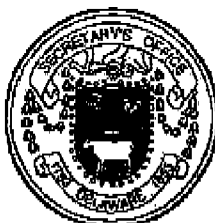
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "PRO-BUILD HOLDINGS, INC.", CHANGING ITS NAME FROM "PRO-BUILD HOLDINGS, INC." TO "PROBUILD HOLDINGS, INC.", FILED IN THIS OFFICE ON THE TWENTIETH DAY OF DECEMBER, A.D. 2007, AT 1:20 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

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YOU MAY VERIFY THIS CERTIFICATE ONLINE
AT corp.delaware.gov/authver.shtml



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 6256705

DATE: 12-20-07

TRADEMARK
REEL: 003774 FRAME: 0060

**CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION
OF
PRO-BUILD HOLDINGS, INC.**

It is hereby certified that:

1. That the name of the corporation is Pro-Build Holdings, Inc. (the "Corporation"), the original Certificate of Incorporation was filed with the Secretary of State of the State of Delaware on December 30, 2005, and Certificates of Amendment of the Certificate of Incorporation of the Corporation were filed with the Secretary of State of the State of Delaware on March 20, 2006, July 2, 2007, July 5, 2007 and July 13, 2007.
2. The Certificate of Incorporation of the Corporation is hereby amended by striking out the Article entitled "**FIRST**" in its entirety and by substituting the following new Article entitled "**FIRST**":

FIRST: The name of the Corporation is "ProBuild Holdings, Inc."
3. This amendment of the Certificate of Incorporation of the Corporation was duly adopted in accordance with Section 242(b) of the General Corporation Law of the State of Delaware by a majority of the stockholders of the Corporation and by all of the directors of the Corporation.

Dated: December 20, 2007

/s/ Paul Hylbert
Paul Hylbert
Chief Executive Officer